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# ANNUAL AUDITED REPORT FORM X-17A-5 PART III

SEC FILE NUMBER

8-65251

FACING PAGE

## Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING 01/01/08 AND ENDING 12/31/08  
MM/DD/YY MM/DD/YY

### A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: GEORGE RICHARDS SECURITIES CORP.

OFFICIAL USE ONLY

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

FIRM I.D. NO.

7570 S. FEDERAL HWY, SUITE 7

(No. and Street)

Hypoluxo

(City)

FL

(State)

33462

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

GEORGE D. LLOYD561-586-5500

(Area Code - Telephone Number)

### B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

Baum & Company, P.A.

(Name - if individual, state last, first, middle name)

605 Lincoln Road, Suite 210 Miami Beach

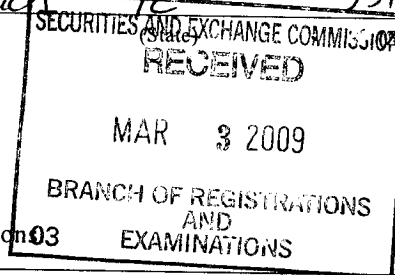
(Address)

(City)

FL33139

(State) (Zip Code)

#### CHECK ONE:

☒ Certified Public Accountant☐ Public Accountant☐ Accountant not resident in United States or any of its possessions

FOR OFFICIAL USE ONLY

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

SEC 1410 (06-02)

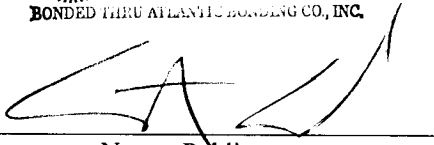
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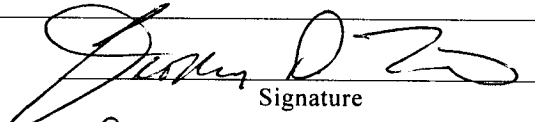
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## OATH OR AFFIRMATION

I, GEOFFREY D. LOOY, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of GEOFFREY RICHARDS SECURITIES CORP., as of DECEMBER 31<sup>ST</sup>, 2008, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

NOTARY PUBLIC-STATE OF FLORIDA  
Scott N. Sumenek  
Commission # DD725480  
Expires: NOV. 25, 2011  
BONDED THRU ATLANTIC BONDING CO., INC.

  
Notary Public

  
Signature  
PRESIDENT  
Title

This report \*\* contains (check all applicable boxes):

- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Income (Loss).
- ☒ (d) Statement of Changes in Financial Condition.
- ☒ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- ☐ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☒ (g) Computation of Net Capital.
- ☐ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☐ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- ☒ (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☒ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report.
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

**\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).**

NOTARY PUBLIC-STATE OF FLORIDA  
Scott N. Sumenek  
Commission # DD725480  
Expires: NOV. 25, 2011  
BONDED THRU ATLANTIC BONDING CO., INC.

**GEOFFREY RICHARDS SECURITIES CORP.**

**FINANCIAL STATEMENTS**

**DECEMBER 31, 2008**

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***BAUM & COMPANY, P.A.***  
**Certified Public Accountants**  
**605 Lincoln Road – Suite 210**  
**Miami Beach, Florida 33139**  
**(305) 672-1230**

**INDEPENDENT AUDITOR'S REPORT**

Geoffrey Richards Securities Corp.  
Hypoluxo, Florida

We have audited the accompanying balance sheet of Geoffrey Richards Securities Corp. as of December 31, 2008 and the related statement of operations, cash flows, and statements of changes in stockholders' equity for the year then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial condition of Geoffrey Richards Securities Corp. at December 31, 2008, and the results of its operations and the related statement of operations, cash flows, and changes in stockholders' equity for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audit was made for the purpose of forming an opinion on the financial statements taken as a whole. The information presented on the statement of computation of minimum capital requirements is not a required part of the basic financial statements, but in supplementary information required by rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in my opinion, is fairly stated in all material respects in relation to the financial statements taken as a whole.

February 26, 2009  
Miami Beach, Florida

*Baum & Company P.A.*

**GEOFFREY RICHARDS SECURITIES CORP.  
BALANCE SHEET  
DECEMBER 31, 2008**

**ASSETS**

|                                   |                   |
|-----------------------------------|-------------------|
| Current Assets                    |                   |
| Cash in bank and cash equivalents | \$ 39,020         |
| Marketable investments            | 27,242            |
| Commission receivable             | <u>34,156</u>     |
| Total Current Assets              | 100,418           |
| Other Assets                      |                   |
| Clearing Agent Deposit            | <u>50,000</u>     |
| Total Assets                      | <u>\$ 150,418</u> |

**LIABILITIES AND STOCKHOLDERS' EQUITY**

|   |                  |
|---|------------------|
| Current Liabilities   |                  |
| Accounts Payable and Accrued Expenses   | <u>\$19,134</u>  |
| Total Liabilities   | <u>19,134</u>    |
| Stockholders' Equity  |                  |
| Common Stock, par value \$.01; 10,000 shares authorized,<br>3,000 shares issued and outstanding | 30               |
| Additional paid-in-capital  | 138,297          |
| Accumulated Deficit   | <u>( 7,041)</u>  |
| Total Stockholders' Equity  | <u>131,284</u>   |
| Total Liabilities and Stockholders' Equity  | <u>\$150,418</u> |

See accompanying notes to financial statements.

**GEOFFREY RICHARDS SECURITIES CORP.  
STATEMENT OF OPERATIONS  
FOR THE YEAR ENDED DECEMBER 31, 2008**

|  |                   |
|--|-------------------|
| Revenues                                     | <u>\$ 401,499</u> |
| Operating Expenses:                          |                   |
| Clearing charges                             | 32,406            |
| Professional fees                            | 2,150             |
| Compensation and commissions                 | 161,235           |
| Regulatory fees                              | 7,160             |
| General & Administrative Expenses            | <u>42,215</u>     |
| Total Operating Expenses                     | <u>245,166</u>    |
| Net Income before Other Income               | <u>156,333</u>    |
| Other Income                                 |                   |
| Interest Income                              | <u>771</u>        |
| Net Income before Provision for Income Taxes | 157,104           |
| Provision for Income Taxes                   | <u>- 0 -</u>      |
| Net Income                                   | <u>\$ 157,104</u> |

See accompanying notes to financial statements.

**GEOFFREY RICHARDS SECURITIES CORP.**  
**STATEMENTS OF CASH FLOWS**  
**YEAR ENDED DECEMBER 31, 2008**

Cash Flows from Operating Activities:

|            |            |
|------------|------------|
| Net Income | \$ 157,104 |
|------------|------------|

Adjustment to reconcile net income (loss)

to net cash provided by operating activities:

|                                     |          |
|-------------------------------------|----------|
| (Increase) in commission receivable | (10,478) |
|-------------------------------------|----------|

|                                     |         |
|-------------------------------------|---------|
| (Increase) in marketable securities | (1,036) |
|-------------------------------------|---------|

|   |               |
|---|---------------|
| Increase in accounts payable and accrued expenses | <u>13,737</u> |
|---|---------------|

|   |                |
|---|----------------|
| Net Cash provided by Operating Activities | <u>159,327</u> |
|---|----------------|

Cash Flows from Financing Activities

|                                |                  |
|--------------------------------|------------------|
| Distributions to stockholders' | <u>(158,298)</u> |
|--------------------------------|------------------|

|  |                  |
|--|------------------|
| Total cash flows used for financing activities | <u>(158,298)</u> |
|--|------------------|

|                      |       |
|----------------------|-------|
| Net increase in cash | 1,029 |
|----------------------|-------|

|                                       |               |
|---------------------------------------|---------------|
| Cash and Cash Equivalents - beginning | <u>37,991</u> |
|---------------------------------------|---------------|

|                                    |                  |
|------------------------------------|------------------|
| Cash and Cash Equivalents - ending | <u>\$ 39,020</u> |
|------------------------------------|------------------|

See accompanying notes to financial statements.



**GEOFFREY RICHARDS SECURITIES CORP.  
STATEMENT OF CHANGES IN STOCKHOLDERS EQUITY**

|                               | <b><u>Common<br/>Stock</u></b> | <b><u>Additional<br/>Paid In<br/>Capital</u></b> | <b><u>Accumulated<br/>Deficit</u></b> |
|-------------------------------|--------------------------------|--|---------------------------------------|
| Balance - 12/31/07            | \$ 30                          | \$ 138,297                                       | \$ ( 5,847 )                          |
| Net Income                    | - 0 -                          | - 0 -  | 157,104                               |
| Distributions to Stockholders | <u>- 0 -</u>                   | <u>- 0 -</u>                                     | <u>( 158,298 )</u>                    |
| Balance - 12/31/08            | <u>\$ 30</u>                   | <u>\$ 138,297</u>                                | <u>\$ (7,041 )</u>                    |

See accompanying notes to financial statements

**GEOFFREY RICHARDS SECURITIES CORP**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2008**

**NOTE 1     SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**A.)     Nature of Business**

The Company was incorporated on February 5, 2002 in the State of Florida. The Company has registered with the Securities and Exchange Commission and the National Association of Securities Dealers, Inc. as a broker/dealer. Consequently, its record keeping is in accordance with rules and regulations prescribed by these agencies. On August 29, 2003, the Corporation changed its corporate name.

**B.)     Cash Equivalents**

For purposes of reporting cash flows, cash and cash equivalents includes money market accounts and certificates of deposits and any highly liquid debt instruments purchased with a maturity of six months or less.

**C.)     Organization Costs**

Organization costs are amortized over sixty months.

**D.)     Income Taxes**

The Company has made an election to be treated as an S Corporation under the Federal Income tax laws. Accordingly, the income of the Company is taxed directly to its stockholders. Therefore, no provision for income taxes has been made in the financial statements.

**E.)     Management Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at December 31, 2008 and revenues and expenses for the year then ended. The actual outcome of the estimates could differ from the estimates made in the preparation of the financial statements.

**F.)     Marketable Investments**

The Company reflects its marketable investments at the lower of cost or market.

**GEOFFREY RICHARDS SECURITIES CORP**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2007**

**NOTE 2     RESTRICTIVE COVENANTS**

The National Association of Securities Dealers, Inc. imposes certain restrictions on the Company, the most significant of which are to maintain a minimum net capital of \$ 100,000 and aggregate indebtedness, as defined, which does not exceed fifteen times net capital, as defined.

**NOTE 3     SECURITIES AND EXCHANGE REQUIREMENTS**

The statement of changes in liabilities subordinated to claims of general creditors has been omitted as the Company has no such liabilities.

**NOTE 4     COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS FOR BROKERS AND DEALERS PURSUANT TO RULE 15c3-3**

The Company is exempt from the provisions of Rule 15c3-3 under the Securities Exchange Act of 1934, in that the Company's activities are limited to those set forth in the conditions for exemption appearing in paragraph (k) of that Rule.

**NOTE 5     COMMITMENTS**

The Company executed a lease in October 2008 for a term of one year commencing October 1, 2008 and ending September 30, 2009. The rent incurred for the year 2008 was \$ 15,975

**NOTE 6     RELATED PARTIES**

The two shareholders of the Company receive compensation in the form of corporate distributions.

**GEOFFREY RICHARDS SECURITIES CORP**  
**Supplemental Information**  
**STATEMENT OF COMPUTATION OF MINIMUM CAPITAL REQUIREMENTS**  
**DECEMBER 31, 2008**

|                   |               |
|-------------------|---------------|
| Total Assets      | \$ 150,418    |
| Less: Liabilities | <u>19,133</u> |
| Net Capital       | 131,285       |

|                      |                  |
|----------------------|------------------|
| Adjusted Net Capital | 131,285          |
| Net Capital Required | <u>100,000</u>   |
| Excess Net Capital   | <u>\$ 31,285</u> |

**GEOFFREY RICHARDS SECURITIES CORP.  
RECONCILIATION OF NET CAPITAL  
DECEMBER 31, 2008**

|  |                |
|--|----------------|
| Net capital per Audited Financial Statements | \$ 131,285     |
| Net capital per Focus Report - Part II A     | <u>131,285</u> |
| Net Difference                               | - 0 -          |

**BAUM & COMPANY, P.A.**  
**Certified Public Accountants**  
**605 Lincoln Road – Suite 210**  
**Miami Beach, Florida 33139**  
**(305) 672-1230**

Geoffrey Richards Securities Corp.  
Hypoluxo, Florida

We have examined the financial statements of Geoffrey Richards Securities Corp. as of December 31, 2008 and have issued our report there on dated February 26, 2009. As part of our examination, we reviewed and tested the system of internal accounting control to the extent we considered necessary to evaluate the system as required by generally accepted auditing standards and by Rule 17a-5 contemplates that the scope of the review and tests should be sufficient to provide reasonable assurance that any material weakness existing at the date of our examination would be disclosed. Under these standards and that Rule the purposes of such evaluation are to establish a basis for reliance thereon in determining the nature, timing, and extend if other auditing procedures that are necessary for expressing an opinion on the financial statements and to provide a basis for reporting material weaknesses internal accounting control.

The objective of internal accounting control is to provide reasonable, but not absolute, assurance as to the safeguarding of assets against loss from unauthorized use or disposition, and the reliability of financial records for preparing financial statements and maintaining accountability for assets. The concept of reasonable assurance recognized that the cost of a system of internal accounting control should not exceed the benefits derived and also recognized that the evaluation of these factors necessarily requires estimates and judgements by management.

There are inherent limitations that should be recognized in considering the potential effectiveness of any system of internal accounting control. In the performance of most control procedures, errors can result from misunderstanding of instructions, mistakes of judgement, carelessness, or other personal factors.

Control procedures whose effectiveness depends upon segregation of duties can be circumvented by collusion. Similarly, control procedures can be circumvented intentionally by management with respect to the estimates and judgements required in the preparation of financial statements. Further, projection of any evaluation of internal accounting control to future periods is subject to the risk that the procedures may become inadequate because of changes in conditions, and that the degree of compliance with the procedures may deteriorate.

Our study and evaluation of the system of internal accounting control for the year ended December 31, 2007, was made for the purposes set forth in the first paragraph above and would not necessarily disclose all weaknesses in the system which may have existed during the period under review, disclosed no weaknesses that I believe to be material.

February 26, 2009  
Miami Beach, Florida

*Baum & Company PA*